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NEW APPLICATION

RECEIVED

Gonzalez Utility Services

2015 SEP 15 A 11:48

AZ CORP COMMISSION
DOCKET CONTROL


P.O. Box 86205
Phoenix, AZ 85080

W-02721A-15-0328
W-20940A-15-0328

Arizona Corporation Commission
DOCKETED

September 10, 2015

SEP 15 2015

DOCKETED BY 

Docket Control
Arizona Corporation Commission
1200 W. Washington St.
Phoenix, Arizona 85007

ORIGINAL

Attached is an application by Gonzalez Utility Services (Carol Gonzalez) for the purchase of Carter Water Company.


Carol Gonzalez

ARIZONA CORPORATION COMMISSION

APPLICATION FOR APPROVAL OF THE SALE OF ASSETS AND/OR TRANSFER OF
CERTIFICATE OF CONVENIENCE AND NECESSITY

WATER AND/OR SEWER

A. The name, address and telephone number of the Transferor (Company) is:

Gene Carter
3951 N Wheeler Rd
Cortidge, AZ 85728 520-705-1932

B. If doing business under a name other than the Transferor (Company) name, specify:

Carter Water Company

C. The Transferor is a:

<input type="checkbox"/> Corporation: <input type="checkbox"/> "C", <input type="checkbox"/> "S", <input type="checkbox"/> Non-Profit <input type="checkbox"/> Arizona, <input type="checkbox"/> Foreign	<input type="checkbox"/> Partnership <input type="checkbox"/> Limited, <input type="checkbox"/> General <input type="checkbox"/> Arizona, <input type="checkbox"/> Foreign
<input checked="" type="checkbox"/> Sole Proprietorship	<input type="checkbox"/> Limited Liability Company
<input type="checkbox"/> Other (Specify)	

D. List the name, address and telephone number of the attorney for the Transferor.

E. List the name, address and telephone number of management contact:

Gene Carter

F. The name, address and telephone number of the Transferee (Company) is:

Gonzalez Utility Services, LLC
P.O. Box 86205
Phoenix AZ 85080

G. If doing business under a name other than the Transferee (Company) name, specify:

H. List the name, address and telephone number of the attorney for the Transferee.

I. List the name, address and telephone number of management contact:

Carol Gonzalez
P.O. Box 86205
Phoenix AZ 85080

J. (Transferee) List the name, address and telephone number of the on-site manager of the utility:

K. (Transferee) List the name, address and telephone number of the certified operator as authorized by the Arizona Department of Environmental Quality:

Rebecca Schater

4422 W. Wagoner Rd.

Glendale, AZ 85308

623 203 1642

L. The Transferee is a:

<input type="checkbox"/> Corporation: <input type="checkbox"/> "C", <input type="checkbox"/> "S", <input type="checkbox"/> Non-Profit <input type="checkbox"/> Arizona, <input type="checkbox"/> Foreign	<input type="checkbox"/> Partnership <input type="checkbox"/> Limited, <input type="checkbox"/> General <input type="checkbox"/> Arizona, <input type="checkbox"/> Foreign
<input type="checkbox"/> Sole Proprietorship	<input checked="" type="checkbox"/> Limited Liability Company
<input type="checkbox"/> Other (Specify)	

M. If Transferee is a corporation:

1. List names of Officers and Directors:

Officers

Directors

N/A

2. Indicate the number of shares of stock authorized to issue:

N/A

3. If stock has been issued, indicate the number of shares issued and the date of issue:

N/A

N. If Transferee is a partnership:

1. List the names of general partners:

N/A

2. List name, address and telephone number of managing partner:

N/A

◆ If Applicant is a foreign limited partnership, provide a copy of the Partnership's "Certificate of Registration" with the Arizona Secretary of State

O. If Transferee is a sole proprietor, list name, address and telephone number of individual:

N/A

P. Have all customer security deposits been refunded? Yes ☒ No ☐. If no, mark the block below which describes the proposed disposition of security deposits.

☐ All security deposits will be refunded at time of closing.

☐ All security deposits will be transferred to the Transferee.

☐ Other (explain).

Q. Are there any refunds due on Main Extension Agreements? Yes ☐ No ☒. If Yes, mark the block below which describes the proposed disposition of the refunds.

☐ Transferor will continue to refund after the transfer.

☐ Transferee will assume the refunding obligations.

☐ A full refund will be made at closing by Transferor.

☐ Other (explain).

R. (WATER ONLY) Are there any refunds due on meter and service line installations?

Yes ☐ No ☒. If Yes, mark the block below that describes the proposed disposition of refunds.

☐ Transferor will continue to refund after the transfer.

☐ Transferee will assume the refunding obligations.

☐ A full refund will be made at closing by Transferor.

☐ Other (explain).

S. (Transferee) Attach the following exhibit(s):

1. Copy of bill of sale, purchase contract or other instrument, which conveys the assets to the transferee.
2. Articles of Incorporation (if corporation)
3. By-Laws (if corporation)
4. Certificate of Good Standing (if corporation)
5. Articles of Partnership (if partnership)
6. Articles of Organization (if limited liability company)
7. Corporate Resolution if required by Articles of Incorporation
8. Attach a copy of the transfer of City or County Franchise from the Transferor to Transferee.

T. List names and addresses of any other public utility interest Transferee has:

1. N/A
2. _____

U. Indicate the date that notice of the application was sent, or will be sent to the customers.

Sept 10, 20 15.

DATED the 10 day of September, 2015

Gene D Carter

(Signature of Authorized Representative of Transferor)

Gene D. Carter

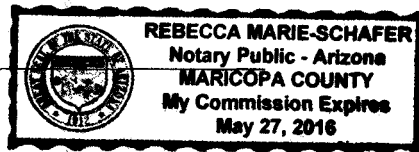
(Type Name Here)

Seller

SUBSCRIBED AND SWORN to before me on this 10th day of September 2015 (Title)

[Signature]

NOTARY PUBLIC



My Commission Expires May 27, 2016

Carol Gonzalez

(Signature of Authorized Representative of Transferee)

Carol Gonzalez

(Type Name Here)

Purchaser

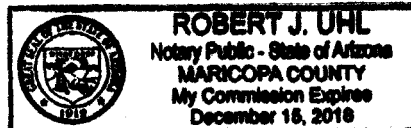
(Title)

SUBSCRIBED AND SWORN to before me on this 10th day of September 2015

Robert J. Uhl

NOTARY PUBLIC

My Commission Expires 12-15-18



Purchase Agreement

This purchase agreement is entered into by and between Gene Carter, owner of Carter Water Company (Seller) and Flavio Gonzalez, owner of Gonzalez Utility Services, LLC (Purchaser) on this date being April 15, 2014.

The above named agree to Sell/Purchase Carter Water Company.

Flavio Gonzalez representing Gonzalez Utility Services, LLC will purchase from Gene Carter representing the Carter Water Company for the sum of ten dollars (\$10.00) all property, fixtures, infrastructure, tanks, pumps, motors, customer base information, all assets, equipment, all pertaining easements, and any other information associated to the operation of said company.

This agreement when executed will release Gene Carter from any and all liability associated with the Carter Water Company.

It is further understood in this agreement that when future upgrades to the Carter Water Company are made by the Gonzalez Utility Services, LLC the Southern portion of property where the hydro-pneumatic tank exists, upon removal of said tank the Southern boundary will be moved a distance of forty-five (45) feet to the North.

This portion of land will be reassigned to Celeste Adele Carter, daughter of Gene Carter, and the South fence will be relocated to its new location.

Agreed Gene Carter
Gene Carter
Carter Water Company
(Seller)

Date: 4/15/2014

Agreed Flavio Gonzalez
Flavio Gonzalez
Gonzalez Utility Services, LLC
(Purchaser)

Date: 4-15-14

IN WITNESS WHEREOF, the undersigned have executed this Purchase Agreement, consisting of **two (2) pages**, as of the date and year first above written.

Dated as of: **April 15, 2014**

Gene Carter
Gene Carter, Carter Water Company (Seller)

Flavio Gonzalez
Flavio Gonzalez, Gonzalez Utility Services, LLC (Purchaser)

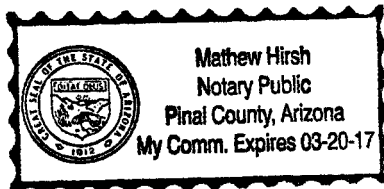
STATE OF ARIZONA)
) ss.
COUNTY OF PINAL)

Before me, Notary Public, personally appeared **Gene Carter and Flavio Gonzalez**, Who proved to me on the basis of satisfactory evidence to be the persons whose names Are subscribed to the within instrument and acknowledged to me that they executed the Same in their authorized capacity, and that by their signature on the instrument the Person, or the entity upon behalf of which the persons acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of Arizona that the Foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Matthew Hirsh
Notary Public



My Commission Expires: 03-20-2017

ARTICLES OF ORGANIZATION

OF

GONZALEZ UTILITY SERVICES, LLC

NOV 18 2013

FILE NO. 48865603

1. **Name.** The name of the limited liability company is **Gonzalez Utility Services, LLC**
2. **Known Place of Business.** The address of the known place of business of this limited liability company is **1261 E. Live Oak Dr., Nogales, AZ 85621**
3. **Statutory Agent.** The name and business address of the initial agent for service of process for this limited liability company is **Carol Gonzalez, 1261 E. Live Oak Dr., Nogales, AZ 85621**
4. **Dissolution:** The limited liability company is perpetual.
5. **Form of Management.** Management of the limited liability company is vested in a Manager or Managers.
6. **Managers.** The name and address of the Managers of this limited liability company at the time of formation are:

Flavio Gonzalez 1261 E. Live Oak Dr. Nogales, AZ 85621 Manager	Carol Gonzalez 1261 E. Live Oak Dr. Nogales, AZ 85621 Manager
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7. **Members.** The names and address of each member who owns a twenty percent (20%) or greater interest in the capital or profits of the LLC are:

Flavio Gonzalez 1261 E. Live Oak Dr. Nogales, AZ 85621 Member	Carol Gonzalez 1261 E. Live Oak Dr. Nogales, AZ 85621 Member
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8. **Indemnification.** The limited liability company must indemnify its members and managers as provided in the Operating Agreement signed by all of the members.

Notwithstanding anything herein to the contrary, this paragraph will be effective only after all of the members sign an Operating Agreement.

Dated: 11-14-13

Flavio Gonzalez
Flavio Gonzalez

Acceptance of Appointment by Statutory Agent:

I, Carol Gonzalez, having been designated to act as Statutory Agent, hereby consent to act in that capacity until removed or resignation is submitted in accordance with the Arizona Revised Statute.

Signed: Carol Gonzalez
Carol Gonzalez

**PUBLIC NOTICE OF AN APPLICATION FOR SALE OF ASSETS
AND/OR TRANSFER OF THE CERTIFICATE
OF CONVENIENCE AND NECESSITY**

BY CARTER WATER COMPANY

September 10, 2015

Carter Water Company has filed with the Arizona Corporation Commission ("Commission") an application for authority to sell its assets and/or transfer its Certificate of Convenience and Necessity to provide water service to Gonzalez Utility Services, LLC. If the application is granted Gonzalez Utility Services, LLC. would be the exclusive provider of water service to your area. Gonzalez Utility Services, LLC. is under the jurisdiction of the Commission.

If you have any claims against Carter Water Company, including claims for refunds of security deposits, service line and meter installations (WATER ONLY) or main extension agreements and you have not already been contacted by the Company, you must present your claim to Carter Water Company on or before November 3, 2015. Direct your claims to Gene Carter, 3951 N. Wheeler Road, Coolidge, AZ 85128.

The Commission will hold a hearing on this matter. As a property owner or customer you may have the right to intervene in the proceeding. If you do not want to intervene, you may appear at the hearing and make a statement on your own behalf. You may contact the Commission at the address and telephone number listed below for the date and time of the hearing and for more information on intervention. You may not receive any further notice of the proceeding unless requested by you.

If you have any questions or concerns about this application, have any objections to its approval, or wish to make a statement in support of it, you may contact the Consumer Services Section of the Commission at 1200 W. Washington Street, Phoenix, Arizona 85007 or call 1 800-222-7000 or 400 West Congress, North Building, Room 218, Tucson, Arizona 85701 or call 1 800-535-0148.